

08-22-2001



To the Honorable Commissioner of Patents

Attached original documents or copy hereof.

1. Name of conveying party(ies):

HSX HOLDINGS, INC.

- Individual(s) Association
General Partnership Limited Partnership
[X] Corporation-State Delaware
Other

Additional name(s) of conveying party(ies) attached Yes X No

3. Nature of conveyance:

- [X] Assignment Merger
Security Agreement Change of Name
Other

Execution Date: May 25, 2001

2. Name and address of receiving party(ies):

Name: HOLLYWOOD STOCK EXCHANGE, LLC
Address: One World Trade Center
New York, New York 10049

- Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State
[X] Other Delaware limited liability company

If assignee is not domiciled in the United States, a domestic representative designation is attached:
Yes X No
(Designations must be a separate document from Assignment)
Additional name(s) & addresses attached?
Yes X No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s).
2,364,538 and 36 others

08/22/2001 TDI A21 00000007 2364538

Additional Numbers attached? X Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Patrick Boisson

Internal Address: Fross Zelnick Lehrman & Zissu, P.C.

Street Address: 866 United Nations Plaza

City: New York State: NY Zip: 10017



08-09-2001

U.S. Patent & TMO/TM Mail Rpt Dt. #79

6. Total number of applications and registration involved: 37

7. Total fee (37 CFR 3.41) \$ 940.00

- X Enclosed
[X] Authorized to be charged to deposit account
(Only if total fee is not sufficient)

8. Deposit account number:

23-0825-0576900

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Patrick Boisson
Name of Person Signing

Boisson
Signature

8/9/2001
Date

Total number of pages comprising cover sheet:

Schedule A

Trademarks

United States Trademark Registrations

| <u>Trademark</u> | <u>U.S. Registration No.</u> |
|------------------------------------|------------------------------|
| ARTISTSTOCKS | 2364538 |
| HOLLYWOOD DERIVATIVE | 2114287 |
| HOLLYWOOD DERIVATIVES | 2130397 |
| HOLLYWOOD DOLLARS | 2085470 |
| HOLLYWOOD DOLLARS | 2098760 |
| HOLLYWOOD RESERVE BANK | 2144360 |
| HOLLYWOOD RESERVE BANK | 2114286 |
| HOLLYWOOD STOCK EXCHANGE | 2094329 |
| HOLLYWOOD STOCK EXCHANGE | 2106360 |
| HOLLYEX | 2285009 |
| HSX | 2098778 |
| HSX | 2088804 |
| HSX (and Design) | 2272207 |
| LEVERAGING THE WORLD'S IMAGINATION | 2096890 |
| LEVERAGING THE WORLD'S IMAGINATION | 2094476 |
| MOVIE MARKET | 2364539 |
| MOVIESTOCKS | 2216422 |
| MOVIESTOCKS | 2199977 |
| MUSIC MARKET | 2366361 |
| MUSIC STOCK EXCHANGE | 2317122 |
| SPIN FACTOR | 2397584 |
| STARBONDS | 2364540 |
| STARBONDS | 2251125 |

WHERE THE STARS TRADE LIKE JUNK BONDS 2213741

WHERE THE STARS TRADE LIKE JUNK BONDS 2150493

United States Trademark Applications

| <u>Trademark</u> | <u>U.S. Serial Number</u> | <u>Filing Date</u> |
|---------------------------|----------------------------------|---------------------------|
| BAROMETER | 76/039443 | May 2, 2000 |
| BUY, SELL OR HOLD | 76/074691 | June 21, 2000 |
| IT'S YOUR HOLLYWOOD | 76/023949 | April 12, 2000 |
| MUSIC DOLLARS | 75/409487 | December 22, 2000 |
| MUSICSTOCKS | 76/095477 | July 11, 2000 |
| SONGSTOCKS | 76/068314 | June 8, 2000 |
| SPORTS STOCK EXCHANGE | 75/473151 | April 23, 2000 |
| TELEVISION STOCK EXCHANGE | 75/409520 | December 22, 2000 |
| THE ENTERTAINMENT MARKET | 75/690896 | April 26, 2000 |
| TRADER INSIGHT | 76/095475 | July 10, 2000 |
| TV DOLLARS | 75/409485 | December 22, 1997 |
| TVSTOCKS | 76/095476 | July 11, 2000 |

United States Common Law Marks

VIRTUAL PRODUCER

VIRTUAL SPECIALIST

Foreign Registrations

| <u>Trademark</u> | <u>Country</u> | <u>Registration No.</u> |
|--------------------------|-----------------------|--------------------------------|
| HOLLYWOOD STOCK EXCHANGE | Germany | 397 15 475 |
| HOLLYWOOD STOCK EXCHANGE | Norway | 190.692 |
| HOLLYWOOD STOCK EXCHANGE | United Kingdom | 2129494 |

Foreign Applications

Trademark

Country

Application No.

HOLLYWOOD STOCK EXCHANGE

Sweden

97-03627



08-09-2001

U.S. Patent & TMO/c/TM Mail RcptDt. #79

TRADEMARK/SERVICE MARK ASSIGNMENT

THIS AGREEMENT ("Agreement"), effective May 25, 2001, is between HSX Holdings, Inc., a Delaware Corporation with a place of business at 8441 Santa Monica Boulevard, West Hollywood, California 90069 ("HSX"), and Hollywood Stock Exchange, LLC, a Delaware Limited Liability Company with a place of business at One World Trade Center, New York, New York 10049 ("Hollywood").

WHEREAS, HSX is the owner of the trademarks and the identified applications and/or registrations therefor listed in the attached Schedule A hereto (hereinafter the "Trademarks"); and

WHEREAS, HSX has had places of business at 11111 Santa Monica Boulevard, Suite 2050, Los Angeles, California 90025 and 225 Arizona Avenue, Suite 250, Los Angeles, California 90024; and

WHEREAS, to the best of HSX's knowledge no proceedings to cancel the identified registrations are pending and no other party makes a claim of ownership to these registrations; and

WHEREAS, to the best of HSX's knowledge no opposition proceedings against the identified applications are pending and no other party makes a claim of ownership to these trademarks; and

WHEREAS, HSX desires to assign to Hollywood all worldwide rights it holds in and to the Trademarks, together with any associated goodwill; and

WHEREAS, Hollywood, in accordance with a certain Asset Purchase Agreement, dated May 25, 2001, among HSX and Hollywood, is desirous of acquiring the Trademarks.

NOW THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt of which is hereby acknowledged:

1. HSX hereby assigns to Hollywood all right, title and interest in the Trademarks, together with the good will of the business symbolized by the Trademarks and the identified applications and/or registrations therefor, and with all claims that could be asserted by HSX arising out of or relating to the use or ownership of the Trademarks, in accordance with Trademark Act § 10, 15 U.S.C. § 1060. Further, HSX hereby assigns all worldwide rights, title and interest it may have in the Trademarks together with the good will of the business symbolized by the Trademarks and the identified foreign applications and/or registrations therefor, and with all claims that could be asserted by HSX arising out of or relating to the use or ownership of the Trademarks.

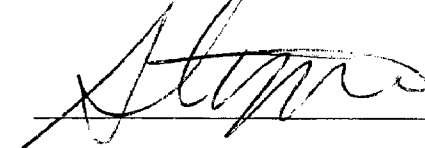
2. HSX agrees that upon request by Hollywood it shall execute or arrange to have executed any and all further documents as are necessary and/or required to effectuate the

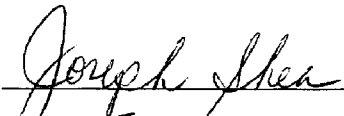
recording of this assignment of the Trademarks and the identified applications and registrations therefor.

3. The undersigned representative of HSX, being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the U.S. Code and that such willful false statements may jeopardize the validity of the identified United States applications or any registrations resulting therefrom, declares: that he/she is an officer of HSX, the Assignor corporation, and is authorized to execute this instrument on behalf of said corporation; and that all statements made of his knowledge are true and all statements made on information and belief are believed to be true.

HSX HOLDINGS, INC.

HOLLYWOOD STOCK EXCHANGE, LLC

By: 

By: 

Name: STEVEN LEHLHOFF

Name: JOSEPH SHEA

Title: PRESIDENT

Title: EXECUTIVE MANAGING DIRECTOR

Date: _____

Date: _____